

**UNITED STATES DISTRICT COURT**  
**FOR THE DISTRICT OF NEW JERSEY**

**IN RE: VALSARTAN PRODUCTS  
LIABILITY LITIGATION**

**CIVIL ACTION NUMBER:**

**19-md-02875-RBK-JS**

**TELEPHONIC STATUS AND  
DISCOVERY CONFERENCE**

Mitchell H. Cohen Building & U.S. Courthouse  
4th & Cooper Streets  
Camden, New Jersey 08101  
April 15, 2020  
Commencing at 4:00 p.m.

**B E F O R E:**

**THE HONORABLE JOEL SCHNEIDER,  
UNITED STATES MAGISTRATE JUDGE**

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Proceedings recorded by mechanical stenography; transcript  
produced by computer-aided transcription.

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1 (PROCEEDINGS held telephonically before The Honorable Joel  
2 Schneider, United States Magistrate Judge, at 4:00 p.m.)

3 THE COURT: This is Judge Schneider. We're on a  
4 conference call on Valsartan, Docket Number 19-2875.

5 There's 20-some-odd people on this call. I don't  
6 think all of those people are going to be speaking.  
7 Certainly, lead counsel are going to be speaking. So let's  
8 just get the names of lead counsel's appearances. Anyone else  
9 who wants to put your appearance on the record, go ahead, but  
10 anyone who's going to speak, announce your name first so the  
11 court reporter can take down the transcript correctly. So  
12 start with plaintiffs.

13 MR. SLATER: Good afternoon, Your Honor. Adam Slater  
14 for plaintiffs.

15 MR. HONIK: Ruben Honik for plaintiffs.

16 MS. WHITELEY: Good afternoon, your Honor. This is  
17 Conlee Whiteley for plaintiffs.

18 MR. NIGH: Good afternoon, your Honor. This is  
19 Daniel Nigh for the plaintiffs.

20 THE COURT: Let's hear from the defendants.

21 MR. GOLDBERG: Good afternoon, your Honor. This is  
22 Seth Goldberg for ZHP and defendants, and I think that we have  
23 limited the call from our side to the Defendants' Executive  
24 Committee, as the Court mentioned its preference on Monday. I  
25 think a number of the people that are on are likely associates

1 from the different firms that are involved in the case, but  
2 I'll let my other colleagues on the Defendants' Executive  
3 Committee introduce themselves.

4 MR. TRISCHLER: Good afternoon, your Honor. Clem  
5 Trischler on behalf of Mylan Pharmaceuticals and the  
6 Defendants' Executive Committee.

7 MS. JOHNSTON: Good afternoon, your Honor. Sarah  
8 Johnston on behalf of defendant CVS Pharmacy and the retailer  
9 defendants.

10 (Simultaneous colloquy)

11 THE COURT REPORTER: I'm sorry. Two counsel just  
12 spoke over each other. You'll have to start again.

13 MS. COHEN: Yes, thank you. Good afternoon, Your  
14 Honor. This is Lori Cohen, and Victoria Lockard is also on  
15 the phone call for Teva, as well as the Executive Committee.

16 MR. GEOPPINGER: And good afternoon, Your Honor.  
17 Jeff Geoppinger on behalf of the wholesaler defendants and  
18 AmerisourceBergen.

19 THE COURT: Okay. For the benefit of those on the  
20 call who we didn't speak with earlier in the week, just to  
21 make sure the record is complete, the Court asked to have a  
22 very, very informal, short phone call with limited counsel on  
23 Monday to discuss the issues we're going to discuss today.  
24 The Court made it perfectly clear during that call on Monday,  
25 which was off the record, that it wasn't deciding any issue on

1 Monday; it just thought it would be helpful to have an  
2 informal discussion about how the case is going to proceed  
3 because we're facing this unprecedented situation that all of  
4 us and all of your clients are grappling with. Nothing was  
5 decided on Monday. It was just a brainstorming session. So  
6 no one should be concerned that their interests aren't being  
7 protected or they didn't have an opportunity to be heard on  
8 any issue that affected them.

9           The main issue that we addressed on Monday was  
10 scheduling. I'm prepared to discuss that with the parties, to  
11 hear argument on it, anyone who wants to weigh in.

12           Barring unforeseen circumstances, the Court's going  
13 to rule on this call, and if there is any other issue that we  
14 need to address, we'll do it, and we'll address it during this  
15 call.

16           We're intending to proceed with the call at the end  
17 of the month, in lieu of an in-person conference. Judge  
18 Kugler expects to be participating in that call during all or  
19 part of it, so at least for purposes of that call, it would be  
20 helpful if we got the typical agenda list of issues you want  
21 to discuss.

22           So, unless someone disagrees, let's start with the  
23 scheduling issue, hear the parties' positions, maybe the sky  
24 falls in and you've come to an agreement. I doubt it, but I  
25 hope so. And we'll get it resolved.

1 Plaintiff, why don't we start with you.

2 MR. SLATER: Hello, your Honor. Adam Slater.

3 Because we spoke at length on Monday, I'll try to hit  
4 the high points, and if there is anything that anybody thinks  
5 I need to go into more, if your Honor wants me to go into  
6 anything else, I'm happy to go into more detail.

7 (Repetitive static)

8 MR. SLATER: I hope that's not my phone making that  
9 sound. Does everybody hear that?

10 UNIDENTIFIED SPEAKER: Yes. And I was on another  
11 court call where the same sound was being made with another  
12 court, and it was because of the number of people, I was told.

13 MR. SLATER: Okay. Well, I will do the best I can.

14 Number one on scheduling, just for the record, it's  
15 been agreed between the plaintiffs and the finished-dose and  
16 API manufacturers that the sales and pricing production, the  
17 documents will be made by May 15th. So that's an agreed date,  
18 so that was worked out.

19 The other issues that we discussed, and I think the  
20 ones that are most pressing now -- the sky is still in its  
21 place; the sky has not fallen.

22 In very simple terms, what the plaintiffs' proposal  
23 is is the following: We are asking that, essentially, two  
24 groups of productions be made on a rolling basis, the first to  
25 be those documents that have already been collected by the

1 defendants, and we're talking about the manufacturing  
2 defendants I believe here, so when I say defendants, I'm  
3 referring to the finished-dose and API manufacturers. And the  
4 first group of those documents would be the noncustodial  
5 documents that the Court entered an order on December 23,  
6 2019, as to our document requests. I believe it's Document  
7 328 per our call the other day. And defense counsel would  
8 have collected those documents, we would expect, quickly after  
9 that, because that was a process that was going on for weeks  
10 and months of negotiations, and there were many requests that  
11 were not controversial. So to the extent those documents were  
12 collected and have already been reviewed for relevancy, I  
13 would think that -- and I would say for privilege, but I would  
14 think, on the noncustodial documents, that the relevancy and  
15 privilege reviews would be very limited, because these are  
16 more essential documents and databases and things like that.  
17 But those should be produced, and they should be produced on a  
18 rolling basis as soon as possible. So if those documents have  
19 already been reviewed and already can be prepared for  
20 production, there is no reason that that should wait for any  
21 outside date, and they should start to be produced as soon as  
22 possible.

23           To the extent that there are noncustodial documents  
24 and custodial documents that have already been collected and  
25 have been reviewed, those should be produced, again, on a

1 rolling basis, as they're ready. So, for example, if there  
2 are custodial documents that have been reviewed for several  
3 custodians, there is no reason why those custodial documents  
4 should not start to be rolled out.

5 And, you know, we've asked for the defendants to, if  
6 necessary, if there is not agreement on this, to disclose what  
7 they've collected, what they've reviewed, and what remains to  
8 be reviewed so that, you know, very candidly, the Court can  
9 understand whether counsel moved in a diligent fashion before  
10 these issues came up.

11 I mean, nobody is, you know, talking about or saying  
12 that there is not serious disruptions now, and that the world  
13 hasn't gone into a new paradigm for the time being, but before  
14 that happened, there was plenty of time, we believe, for a lot  
15 of documents to be collected and reviewed. And we know, for  
16 example, that there is defendants that have collected all  
17 their documents already. So it's just a matter of disclosing  
18 or producing what's been reviewed and finishing the review and  
19 producing the rest. And we ask that that be done on a rolling  
20 basis going forward.

21 We do not subscribe to the idea that there should  
22 be -- this should all be based off of outside dates down the  
23 line but, rather, there should be roll-out dates and then we  
24 can talk through, when we know the volume of what's being  
25 produced in each category, to figure out what's a reasonable



1 amount of time to finish those productions.

2           The last category of documents would be those that  
3 have not been collected yet. My understanding is that some  
4 defendants are still collecting documents. I believe those  
5 collections are supposed to be done in the next week or two,  
6 so they're not real far behind, and I think those -- you know,  
7 we can figure out, again, what's the scope of what's still to  
8 be collected in the next few weeks, and then what the pace is  
9 for production of those, again, on a rolling basis.

10           You know, we did have some discussion the other day  
11 about outside dates. Plaintiffs are not comfortable with  
12 right now just entering a long, far out end date because we  
13 don't know how things are going to progress. And, for  
14 example, to many of our surprise, China now may be a more open  
15 and easier place to do business than New Jersey for the time  
16 being because of, you know, where the quarantine stands.

17           So I think it's going to be a moving target, and as  
18 to every defendant, it would be, we think, not practical to  
19 enter broad deadlines across the board because, again, as  
20 we've discussed, each of these manufacturers don't stand on  
21 the same -- on the same footing. They are in different  
22 countries, different states, and, again, they're in different  
23 places in terms of what's been collected to date.

24           So that's really our starting point, and our interest  
25 as plaintiffs is we have a large document review team. As I

1 informed the Court, we've conducted training. Our reviewers  
2 are ready to go. Everything is ready to proceed on a remote  
3 basis. There is nothing about the quarantine or the stay at  
4 home or the -- or the current circumstances that will impact  
5 our ability to review the documents and communicate about them  
6 and, you know, we're ready to go.

7 So I think I've at least hit what I think are the  
8 most important controlling issues. I would appreciate the  
9 opportunity to respond, depending on what arguments are made  
10 in opposition.

11 THE COURT: Okay. Defendants, we'll hear from you.

12 MR. TRISCHLER: Your Honor, this is Clem Trischler.  
13 Good afternoon.

14 I think that on the defendants' side, I will speak  
15 initially to this issue, and to the extent my colleagues may  
16 have additional points to add, I hope that the Court would  
17 entertain them.

18 I know that we had, I think, a vibrant and lengthy  
19 discussion on Monday where we introduced the Court to many of  
20 these issues and many of our concerns. But since that was off  
21 the record, I beg the Court's indulgence somewhat if I'm a bit  
22 repetitive, just because I want to make sure that what I view  
23 to be the key and important points from the defendants'  
24 perspective are actually made part of our record here today.

25 I very much appreciate Mr. Slater's perspective and

1 the perspective of the Plaintiffs' Steering Committee, but as  
2 I listened to it, your Honor, what it suggests is that, you  
3 know, the global pandemic that we are facing, which has  
4 exacted an unprecedented toll at both a human and economic  
5 level, is basically meaningless and it's business as usual,  
6 where defendants should roll out documents immediately, and  
7 the plaintiffs will decide at their discretion whether it's  
8 proceeding fast enough and whether any extensions ought to be  
9 granted at a later date. That is essentially the proposal  
10 that the plaintiff has offered.

11 In contrast to that, what we are suggesting, when we  
12 are operating in, as the Court described it, an unprecedented  
13 situation where businesses have been stretched to the limit,  
14 what we are proposing is a reasonable alternative whereby the  
15 deadline for document productions and for the completion of  
16 ESI discovery be extended to November 29, with rolling  
17 productions of those documents to begin on July 15. The  
18 rationale behind that proposal, your Honor, is many, but it  
19 starts with the basics that I think we're all familiar with.

20 My office, for instance, has been closed since March  
21 16. The offices of virtually every counsel for every  
22 defendant in this case has been closed. The legal departments  
23 of our clients across the country have shut down. My client  
24 has much of its manufacturing operations based in India.  
25 Three of the four API suppliers are based in India. At the

1 moment, the nation of India is on a national lockdown that's  
2 been extended till May 3. Only critical staff necessary to  
3 carry out operations are actually allowed to work in India.  
4 Unfortunately, though, public transportation has been  
5 completely shut down, and I have been advised and what I have  
6 learned is that that makes it exceedingly difficult, even for  
7 workers who are involved in doing nothing but producing the  
8 medicine, to actually get to work, and I have been told and  
9 advised that much of the time, the effort of -- on the ground  
10 in India is being devoted just to get people to work to do the  
11 essential business of producing medicines that need to be  
12 distributed across the globe. Those that are working remotely  
13 in India don't have hard drives, and so it's not a simple  
14 matter of culling out the noncustodial documents and saying,  
15 hey, send them to me at the push of a button. It just can't  
16 happen in this environment, your Honor. And, in light of  
17 that, we have proposed these extensions because documents --  
18 it is not document production as usual and as normal. These  
19 are not requests that have been proposed for purposes of  
20 delay. We're facing economic hardship and problems that I  
21 don't think any of us have seen before.

22           The other issue that I think merits discussion as to  
23 why the extensions are relevant and important beyond simply  
24 the difficulties of managing the production in the current  
25 environment, your Honor, is that -- is the scope of the ESI

1 production itself. And other defendants may have other  
2 experiences. I can speak to that of my client.

3 We have 52 custodians who have been identified in the  
4 December order. We've run searches of the -- against the  
5 files of those 52 custodians and captured 4.8 million e-mails  
6 out of a total population of 17 million. That's 30 -- roughly  
7 30 percent of all the e-mails sent and received by these  
8 custodians are being -- are contemplated for production, and  
9 because of that, we think that the search terms need to be  
10 revisited because there's no question that those terms are  
11 overly broad and yielding false positives, and I know that by  
12 putting it into context.

13 Mylan, for instance, has a product portfolio in the  
14 thousands; globally, some 7,000 products, your Honor. And it  
15 simply defies logic to suggest that 30 percent of all the  
16 e-mails of these 52 custodians gathered over a nine-year  
17 period relating to -- relate to one of 7,000 products that  
18 these custodians are responsible for. We have a massive  
19 search that compiling these documents, collecting them,  
20 analyzing them, reviewing them, is creating costs in the  
21 millions of dollars. We believe the time would be better  
22 spent revisiting those search terms, giving the defendants the  
23 economic breathing room they need to conduct essential  
24 business, and allowing the discovery to proceed, frankly, in a  
25 way that doesn't unfairly prejudice anyone. There is no --

1 this litigation is not going to change substantially for  
2 anyone if ESI discovery is slated in November as opposed to  
3 May, June, July, or sometime in between. And so -- and I  
4 would invite any of my colleagues to add to my remarks if they  
5 view it appropriate, if the Court would so entertain -- but I  
6 think, given the unprecedented impact of this pandemic,  
7 coupled with what we've discovered to be the extremely broad  
8 nature of the search terms that would warrant revisiting, we  
9 think a 180-day extension is warranted and necessary to  
10 provide the parties with the time to meet and confer but, more  
11 importantly, to give these businesses the breathing room they  
12 need to operate.

13 MR. GOLDBERG: Your Honor, this is Seth Goldberg. I  
14 would just like to follow up, specifically on ZHP, which is in  
15 somewhat of a different position, as we discussed on Monday,  
16 and as I've mentioned a few times to the Court since January.

17 Of course, ZHP was impacted by the coronavirus  
18 throughout January, February, and March, and, as a result, it  
19 is going to be doing the collection of its documents over the  
20 next few weeks, and we have reported that to plaintiffs. And  
21 notwithstanding the shutdowns in New Jersey, we are working to  
22 collect information remotely from New Jersey entities, but not  
23 all of the information was collected, certainly, are  
24 collecting some, but, you know, ZHP is really starting at the  
25 beginning of the process.

1           Your Honor may recall that ZHP was given additional  
2 time to negotiate with plaintiffs a set of translated search  
3 terms, taking the 400-plus search terms and translating them  
4 into Chinese, and those search terms were not finalized until  
5 February 24th, when ZHP was already in the midst of a  
6 shutdown. So ZHP does not yet have the kind of statistics  
7 that Mr. Trischler has referred to with respect to Mylan, but  
8 it's noteworthy that whereas Mylan has 52 custodians that have  
9 yielded at least 4.8 million e-mails, ZHP has 81 custodians,  
10 and has a longer period -- relevant time period, and so it can  
11 only be imagined that ZHP will have even more e-mails and  
12 information to cull through and produce.

13           We, you know, as I mentioned, are going to be  
14 collecting as much of that information as we can over the next  
15 few weeks, but we will need time to test those search terms,  
16 to test even just the quality of the translations, and that is  
17 going to take time. It's going to take time for the Chinese  
18 entity and for counsel and for the vendor and for plaintiffs  
19 as well, so we certainly intend to use this time, were the  
20 extension granted, to get through that information. But on  
21 the back end, just as ZHP was given an extra month back in  
22 December, we would request an extra 45 days on the back end,  
23 given what we know is now going to be a very voluminous set of  
24 documents and information, unless there can be serious  
25 negotiation as to the scope of the search terms.

1 MS. LOCKARD: And, your Honor, this is Victoria  
2 Lockard for Teva.

3 Just briefly, I wanted to add to what both  
4 Mr. Trischler and Mr. Goldberg had said because Teva's  
5 experience has been quite similar.

6 So, in January, we immediately started to collect the  
7 e-mail files from our 36 agreed custodians. We processed the  
8 e-mail files of a representative sample of 16 custodians to  
9 run test searches. We have had several rounds -- because of  
10 the volume of documents and e-mails returned, we've had  
11 several rounds of remediations in January and February. We've  
12 had meet and confers with plaintiffs' counsel to try to refine  
13 those, to the extent possible. And we're currently, despite  
14 these efforts ongoing the first three months of the year,  
15 we're still getting hits on nearly 4 million UNIX documents  
16 that account for over two terabytes of data, and, you know,  
17 this is nearly 45 percent of all the UNIX documents in these  
18 custodial files. In other words, we're returning around 44,  
19 45 percent of these custodians' e-mails from their entire  
20 period of the searches, which certainly 45 percent do not  
21 relate to the issues in this case. So, you know, we have --  
22 there has been a great deal of work and effort put into this  
23 before the pandemic hit.

24 I want the Court to rest assured that we did, you  
25 know, take this seriously and have been making efforts to get



1 these productions ready. But at this point the next step for  
2 us really is the same as described by Mr. Trischler, which we  
3 feel that we read need to talk about, the refinement of the  
4 search terms, which was expressly contemplated in the Court's  
5 December 23rd order.

6 In terms of our noncustodial documents, a large  
7 portion of them exists in hard copy in Israel and then  
8 [static] and, you know, we, given the pandemic issues, where  
9 we had plans in place to begin the process, we have not been  
10 able to do that because of the pandemic.

11 So that's a brief overview of where we are. I know  
12 other defendants are having similar issues, not that we need  
13 to go into every one, but this should just give the Court a  
14 flavor for what we've all been doing and where things stand  
15 today.

16 THE COURT: Before we hear from plaintiffs, any other  
17 defendants want to be heard?

18 (No response.)

19 THE COURT: All right. I have a question for  
20 Mr. Trischler and Ms. Lockard, and I expect, if I don't ask  
21 this question, Mr. Slater is going to ask this question.

22 In effect, isn't what you're asking the Court to do,  
23 to revisit the search terms and strings that we worked so hard  
24 for months to finalize? And why is it now the defendants are  
25 saying, well, even though we agreed to these, and the Court

1 entered its order in December, we're going to go back and  
2 revisit the issue? And, oh, by the way -- and I'm sure we're  
3 going to hear from Mr. Slater on this -- wasn't it Mr. Slater  
4 who, on behalf of the plaintiffs early in this process, asked  
5 the defendants to do exactly what apparently they've done, to  
6 do some sort of sampling so they would have some idea about  
7 the extent of the production, and these sorts of issues could  
8 be hashed out before the Court entered its order? And now,  
9 after we've worked months and months and months on those  
10 search terms and strings, we finalized them, we agreed on  
11 them, now you're coming back and saying we have to go back  
12 again because you didn't do the preliminary work that  
13 Mr. Slater had asked you to do at least six months ago, that  
14 the defendants didn't do? So how do I address that issue,  
15 when I'm sure Mr. Slater is going to raise it when we turn the  
16 floor over to him?

17 MR. TRISCHLER: Your Honor, this is Clem Trischler.  
18 May I tackle your question first?

19 THE COURT: Of course.

20 MR. TRISCHLER: Thank you.

21 Your Honor is correct that the search terms and  
22 custodial list were approved in December, but what's also  
23 undoubtedly true and what was made clear at that time was that  
24 the search terms, like every discovery order in this case,  
25 could be revisited for cause shown.

1           In fact, at the hearing on December 11, 2019, your  
2 Honor stated -- and I pulled the transcript because I  
3 anticipated this question -- your Honor stated, "We're going  
4 to set the search terms, the custodians, the document  
5 requests, but if there is good cause on either side to either  
6 add or subtract from what we agree to and order, the Court  
7 will entertain the application." That was at Page 26 of the  
8 December 11 hearing transcript. And this is not an issue,  
9 your Honor, quite candidly and fairly, that the defendants are  
10 raising now.

11           In January we approached the plaintiff with concerns  
12 of the search terms. In the agenda statements filed on  
13 January 27, we indicated -- and, again, I'll quote for  
14 purposes of the record -- "Mylan has begun the process of  
15 custodial collections. This process has revealed the  
16 potential overbreadth of the search terms. Mylan's counsel  
17 has raised its concerns with plaintiffs' counsel and looks  
18 forward to continuing those discussions to ensure the scope  
19 of ESI is reasonable and proportionate." That was at Docket  
20 Number 353.

21           On February 25, which was our next agenda statement  
22 that was filed in advance of the February conference, we again  
23 mentioned the concerns with the ESI search terms and indicated  
24 that we were putting together a counterproposal, which was  
25 ultimately submitted to the plaintiff in March, and so I would

1 submit, your Honor, that the search terms, while certainly  
2 negotiated and ordered in December, were far from ideal.  
3 Those search terms have been part of an ongoing dialogue, and  
4 our view is that you can't move forward with production until  
5 the issues of the search terms are resolved. I believe we  
6 fairly raised those concerns. They're real. And I don't  
7 think it's in anyone's best interests to run searches that are  
8 going to require reviews of -- in the case of what my client  
9 has seen, over 30 percent of all e-mails in the case, and  
10 Ms. Lockard has mentioned with her client, 40 percent.  
11 There's absolutely no harm in taking a look at this, the Court  
12 indicated a willingness to do so, and that's what we're  
13 asking.

14 THE COURT: Let me just --

15 UNIDENTIFIED SPEAKER: Your Honor --

16 THE COURT: Let me just add something, and I'll turn  
17 the floor over to you, Ms. Johnston.

18 I stand by my statement about good cause and making  
19 an application to increase or decrease the search terms.  
20 That's not going to change. They're not cast in stone.  
21 However, in making that good-cause determination, doesn't the  
22 Court have to consider the fact whether or not the issues  
23 you're now raising should have been raised before the Court  
24 entered its order on December 23rd? Unless I'm wrong, I  
25 recall plaintiffs asking the defendants to do some sort of

1 sampling to avoid this type of issue. If I'm right about  
2 that, and we'll hear from Mr. Slater, shouldn't I take that  
3 into consideration in determining whether now the defendants  
4 show good cause to change what could have and should have been  
5 done in December?

6 So now I'll turn the floor over to Ms. Johnston.

7 MS. LOCKARD: This is Victoria Lockard, for the  
8 record, and, your Honor, that --

9 (Simultaneous crosstalk)

10 MS. LOCKARD: That's okay -- for Teva, from  
11 Greenberg.

12 So I just wanted to, in view of what Mr. Trischler  
13 said, I also wanted to point out with reference to the  
14 December 23rd order, if you look at the search terms procedure  
15 on Page 55 of that 57-page order, it says: The following  
16 terms shall remain on the stand-alone terms list but can be  
17 tested and refined further if a need is shown after documents  
18 are collected and preliminarily reviewed.

19 So, from our perspective, you know, the procedure as  
20 set out in this order was we would collect, test, and refine  
21 further if needed. And I think that's generally the process  
22 that we all, you know, are aware of and do in other cases  
23 involving these types of search terms and volume of documents.  
24 So, from Teva's perspective, you know, this is not the first  
25 time we are raising this. We did raise it and request it in

1 the meet and confer with plaintiffs' counsel. We had a meet  
2 and confer phone call and several e-mails back in February,  
3 and we have been working to try to resolve this. So, you  
4 know, it is not, you know, being brought up for the first time  
5 here, and we felt that we had, you know, ample opportunity to  
6 do the testing and the refinement pursuant to the Court's  
7 order.

8 THE COURT: Mr. Slater, let's hear from plaintiff.

9 MR. SLATER: Thank you, your Honor.

10 When that order was entered, with that limited  
11 language, your Honor is correct. I had been asking for a  
12 collaborative process with the defendants prior to that, where  
13 we could run test searches, and they said -- and Behram --  
14 Mr. Parekh can correct me if I'm wrong -- they said, we're not  
15 doing that. And they said, well, that's the smart thing to do  
16 up front because that's what's normally done, and we could  
17 collaborate on it, we can test the terms, and they said, we're  
18 not going to do it. And they agreed to the search terms  
19 through a negotiated process.

20 That language in the order about testing and refining  
21 if necessary, I can tell you what our understanding was --  
22 that if there was an issue, they were going to identify it  
23 right away. They were going to collect the documents, that --  
24 everyone knew that order was being entered weeks before it was  
25 entered because your Honor told everybody that's the date and

1 there will never be an extension, and that's the date the  
2 search terms will be put in place. And it was our  
3 understanding if they're going to find an issue, they're going  
4 to raise it right away, and it might be as to a few limited  
5 terms, and what they would give us is, well, this wild card  
6 term is a problem, this modifier is a problem, and here's the  
7 data, here's the hit report, here's the type of data that's  
8 used to test these terms.

9 I believe that Teva raised -- and I have an e-mail  
10 from one of my co-counsel -- of like one or two wild-card  
11 terms that they had a question about. There was nothing --  
12 there was nothing that was substantial, and nothing [static]  
13 about it, and we said, okay, let's talk about it. We were  
14 never given any data, and then nothing happened.

15 So good cause contemplates what they do before, when  
16 we offered a process and asked for a process where testing  
17 would be done, and it wasn't done.

18 Another problem was that good -- another issue with  
19 good cause is that good cause contemplates moving quickly and  
20 timely after the order was entered, which has not happened.  
21 So --

22 And what you're hearing here, Judge, is a discussion  
23 of the volume of documents that have been found, and I think  
24 they're talking page counts, not document counts, but whatever  
25 it may be, we're not surprised to hear these numbers. We

1 expected millions and millions of documents to be collected.  
2 So those numbers are, you know, with all due respect, not  
3 meaningful in this context. What would have been meaningful  
4 is the type of data on the hit counts, and I'm using that as a  
5 paraphrase. We have a list of the types of data that you  
6 would need for something like this, to be able to justify any  
7 changes, and we would have listened. And we said to them way  
8 back when, well, if you have an issue, show us the data, and  
9 nobody produced it, which is also very, very confusing because  
10 if counsel wants to move the process forward -- and this has  
11 nothing to do with their clients. These are lawyer- and  
12 vendor-specific issues. They would have, we would have  
13 thought, come right to us with the data and said here's the  
14 hit count, here's the problem with these modifiers. That's  
15 never been produced. And now, months later, just to say we  
16 want to embark on this process for the first time, we think  
17 that it's beyond any concept of good cause because they're  
18 essentially asking for a massive endless delay, to, quote,  
19 unquote, meet and confer about the custodial search terms in  
20 light of this background.

21           So we're really not in a position at this point to  
22 say yes to that, not in light of the passage of time, and not  
23 in light of what we believe is the Court's fundamental  
24 concerns to both be reasonable in light of the circumstances,  
25 but also to try to move the case ahead, and we believe that



1 this is a manageable situation from the perspective of  
2 starting with the documents that counsel has and then moving  
3 on to the -- so far what we've heard is that ZHP has to  
4 collect the balance of the documents in the next week or so.  
5 I would assume that ZHP collected massive numbers of documents  
6 before these problems started, not just waiting for the  
7 Chinese search terms -- Chinese language search terms, but  
8 noncustodial documents in the United States, there's many  
9 English language documents, there's noncustodial documents,  
10 so -- and that's going to be done anyway because they have a  
11 lot of documents already collected.

12 And the last thing I'll say on the search terms issue  
13 is we spent an hour and a half on the phone, your Honor, the  
14 other day having a candid, open conversation, and we didn't  
15 hear one comment from the defense about search terms. I  
16 frankly thought, in light of the discussion, that the few  
17 things we had heard about it over the course of time, that  
18 they had determined no, we don't think that that's necessary.  
19 And I'll tell you, I just want to come back to something. I'm  
20 sorry if I'm jumping around a little.

21 But I have an e-mail in front of me that when we  
22 wrote to the Court on December 10, we pointed out that the  
23 defendants had run no hit counts and done no sampling because,  
24 again, that was documented to the Court, so you are correct,  
25 your Honor. I just wanted to make sure that I actually was

1 able to point to the document and confirm that, that we have  
2 begged them to do it, and they didn't want to do it, and they  
3 wanted to just take it as it comes. It would not be good  
4 cause if they did that knowing, well, we're going to come back  
5 and try to do all this on the back of it.

6 A couple other small points, because I've been  
7 talking for awhile. Number one --

8 THE COURT REPORTER: Mr. Slater, this is the court  
9 reporter. I need you to keep your voice up. With that noise  
10 going off, you have to keep your voice up. Thank you.

11 MR. SLATER: Okay. I took myself off speaker. I  
12 hope this helps. I apologize.

13 Number one, the documents have been collected, so the  
14 fact that lawyers are working remotely, all are working  
15 remotely, I think that everybody is starting to realize that  
16 they're absolutely -- this is a process that can work very  
17 well. I mean, we're all arguing motions on Zoom, we're having  
18 conferences on Zoom, depositions on Zoom, and document review  
19 is a remote process by definition, anyway.

20 Number two, to the extent that the defendants talk  
21 about these difficult circumstances -- which nobody is going  
22 to say that the circumstances worldwide aren't difficult -- I  
23 think that they would then need to actually talk about the  
24 specific circumstances of that defendant, when did they  
25 collect the documents, what did they do to test those

1 documents, what did they do to show diligence, to try to be  
2 able to explain why more delays should be permitted, and I  
3 don't think that anyone really can do that because I think  
4 that the record, as it's been laid out, shows that this just  
5 was not pursued in any sort of a manner that would allow them  
6 to say yes, we took care of this up front and we did  
7 everything we needed to do -- to be able to now say, in the  
8 middle of April, we want to start the process basically from  
9 scratch.

10           So I'll let any other plaintiff counsel who wants to  
11 add to that, but I think it's -- you know, I think that the  
12 record is very clear that the noncustodial documents could be  
13 produced right away. The custodial documents for the search  
14 terms have been collected, and they should start to roll out  
15 very, very soon. That's our position.

16           THE COURT: Okay. Anyone else want to be heard?

17           (No response.)

18           THE COURT: Okay. Hearing nothing, except the  
19 banging that we all hear in the background, the Court is going  
20 to enter an order with the schedule that it is going to set  
21 forth in this colloquy. I'll read it to you, but it will be  
22 put in a Court order to be entered.

23           From the beginning of the case, the Court has guided  
24 the management of the case by a couple of touchstones.

25           One is that we were going to move the case at a

1 reasonable pace -- not too fast, not too slow. We wanted to  
2 make sure everybody's interests are protected. We understand  
3 plaintiffs in the typical case want to move a case faster than  
4 the defendants, and we have to balance the interests of the  
5 parties.

6 And the second touchstone was be fair to both  
7 parties, and not favor one side over the other, of course.  
8 And that is what the Court is going to do when it fashions the  
9 order to be entered in the case. And you'll have to let me  
10 finish because I don't want you to get the wrong impression  
11 from what you may hear at the beginning than what you hear at  
12 the end.

13 No one disputes that we are facing an unprecedented  
14 situation. Given the unprecedented situation that we're  
15 facing, on balance, the Court, in terms of scheduling, has to  
16 give the benefit of the doubt to the interests of the health,  
17 the safety, and the economic well-being of the parties.

18 The Court does not believe it's productive to do an  
19 individual analysis and inquiry of each defendant to determine  
20 individual deadlines for each defendant. That's not the way  
21 it has typically done things in this case, and that's not the  
22 way the Court intends to manage the case.

23 The Court is going to grant, with some provisos,  
24 defendants' requested extension of time, based on what it  
25 already stated and the Court's conclusion that there will be

1 no material prejudice to the plaintiffs from the requested  
2 extension. The Court has absolutely zero intention of putting  
3 the case on ice. And, as hopefully the plaintiff will  
4 understand and see from the order to be entered, sufficient  
5 safety valves have been put in place and will be put in place  
6 to protect everyone's interests.

7 The order to be entered by the Court will provide as  
8 follows:

9 That the agreed upon sales and pricing information by  
10 the API and finished-dose-manufacturer defendants will be  
11 produced by May 15th, 2020. And throughout this order, we are  
12 only talking about this group of defendants.

13 These defendants shall commence the rolling  
14 production of the documents required to be produced in Docket  
15 Number 328 by no later than July 15th, 2020, as defendants  
16 request. This production shall be completed by November 29th,  
17 2020, as defendants request, with the proviso that rolling  
18 productions shall be produced by September 1st, 2020, October  
19 1st, 2020, and November 1st, 2020.

20 By no later than May 15th, 2020, plaintiffs shall  
21 prioritize the documents they request to be produced earliest.  
22 Defendants shall use good-faith, reasonable efforts to comply  
23 with plaintiffs' prioritization.

24 To the extent responsive custodial and noncustodial  
25 documents are currently in the possession of these defendants'

1 attorneys or consultants, defendants shall use reasonable  
2 good-faith efforts to produce the documents by July 15, 2020.

3 It is further ordered this order is entered without  
4 prejudice to any parties' rights to move to compress or extend  
5 these deadlines for good cause shown.

6 Let me just expound on that a moment. Typically,  
7 when the Court refers to a good-cause change in scheduling  
8 orders, it refers to extensions of time. The Court is  
9 explicitly making it clear that, depending upon developments  
10 in the world, as to specific defendants, as to this virus, the  
11 Court will entertain an application by the plaintiffs to  
12 compress these deadlines for good cause shown.

13 It is further ordered that all requirements to  
14 preserve relevant documents and to produce core and FDA  
15 documents shall remain in place.

16 The Court reserves the right to compress these  
17 deadlines on its own initiative, depending upon relevant  
18 developments regarding the coronavirus.

19 Any current requests to revise Court-ordered search  
20 terms is denied.

21 This order is entered without prejudice to  
22 defendants' right to move to revise Court-ordered deadlines  
23 after defendants' meet and confers with plaintiffs' counsel.

24 Defendants' application will not -- repeat, will  
25 not -- work to extend the current scheduling deadlines.

1           ZHP's separate request to extend these deadlines 45  
2 days is denied. ZHP started this process with a handicap  
3 because it faced this virus situation first. Now, however, it  
4 appears -- but, of course, the Court has no way of knowing for  
5 certain -- that ZHP is ahead of the curve because it appears  
6 that things in China have developed faster than they have in  
7 the United States. So, in effect, ZHP is caught up and is in  
8 no better or worse position than any other defendant in the  
9 case.

10           That's the Court order with regard to scheduling and  
11 search terms. That will be in writing, and, hopefully, it  
12 will be entered in a day or two.

13           Now that you have an understanding of the scheduling  
14 deadlines in the case, counsel, are there any other issues or  
15 matters we need to address on this call?

16           MR. SLATER: Your Honor, it's Adam Slater. I just  
17 wanted to ask for a clarification on one thing, if I could.

18           Your Honor, your ruling of the provision that any  
19 party can move to compress or extend the deadlines based on  
20 good cause, so that we don't have to revisit the criteria how  
21 we're going to get there, from the perspective, is the  
22 starting point is going to be to understand what has been  
23 collected, especially beginning with noncustodial documents  
24 that we believe could be easily produced, because they're not  
25 dependent on search terms, they're not dependent on relevancy

1 or privilege reviews, for the most part.

2           If we're going to be able to meet and confer, we'd  
3 like to be able to have the Court's imprimatur that the  
4 defendants have a discussion with us and be transparent and  
5 tell us what has been collected, and be able to have a  
6 discussion, because we think that if there are significant --  
7 or whatever has been collected that's noncustodial to begin  
8 with, we believe there would be compelling good cause to  
9 compress the deadlines for that, because if it's sitting on a  
10 server and is either ready or could be made ready in the next  
11 few weeks to be produced, we don't see any reason why that  
12 should be delayed.

13           So I just wanted to ask for your Honor's guidance on  
14 that, because we think that's really its own special case, and  
15 that really cries out for a shorter deadline.

16           THE COURT: Mr. Slater, the issue that you raise has  
17 been completely thought out and evaluated by the Court. And  
18 when it tried to balance the interests in this case, the  
19 conclusion it came to was that, one, if the documents have  
20 already been collected and they're in the possession of the  
21 attorneys or the consultants, they have to be produced by July  
22 15.

23           The Court is not going to consider -- if the  
24 defendants want to produce them earlier than that, that's  
25 fine. But, like I said, in the current situation, the benefit



1 of the doubt, the scales fall in favor of giving the benefit  
2 of the doubt to the defendants who requested more time.  
3 People are worried about their jobs, they're worried about  
4 their paychecks, they're worried about how they're going to  
5 pay the rent, how they're going to get food at the  
6 supermarket, and I'd rather people worry about those sorts of  
7 issues than whether they're going to meet a Court-ordered  
8 deadline to produce documents that may already be in their  
9 files by June 1 instead of July 15. So maybe, maybe not,  
10 there's a little bit of fat in that deadline, but I'd rather  
11 give the benefit of the doubt to the defendants on that, so  
12 that people who have really important life-threatening issues  
13 to worry about can worry about those issues, rather than  
14 production by an earlier date.

15 And, oh, by the way, of course we understand the  
16 plaintiffs want to move the case. We want to move the case  
17 probably more than you do. But there is going to be no  
18 material prejudice, I'm sorry, to the plaintiffs if a certain  
19 subset of custodial documents are produced on July 15th or  
20 June 1.

21 So, the Court understands the request that you're  
22 making. It has evaluated that request previously, encompassed  
23 it within its orders, and will not entertain a request that  
24 defendants produce earlier than July 15 any responsive  
25 documents currently in their possession.

1 Any other questions?

2 MR. SLATER: None from me, your Honor.

3 MR. GOLDBERG: None from the ZHP defendants, your  
4 Honor.

5 THE COURT: Okay, counsel, so we dealt with the  
6 issues on this call.

7 If you could meet and confer over the next week or  
8 two, we're going to have that April 29th conference by phone.  
9 Let me just think about whether we need to do a separate  
10 conference with just me and Judge Kugler. Probably it would  
11 be helpful to have the issues the parties want to discuss  
12 before we make that decision. Usually you send it in the day  
13 before the conference, but if you could send it in two or  
14 three days before the conference, that would be helpful, and  
15 then we can decide whether or not to have one general  
16 conference call with Judge Kugler and myself or start with me,  
17 finish that up, and then go to Judge Kugler.

18 So if there's no further issues, we'll adjourn this  
19 call. Thank you, court reporter; thank you, counsel on the  
20 phone; and we hope you stay safe. We are adjourned.

21 (The proceedings concluded at 4:57 p.m.)  
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I certify that the foregoing is a correct transcript from the  
record of proceedings in the above-entitled matter.

/S/ Carol Farrell, NJ-CRCR, FCRR, RDR, CRR, RMR, CRC, CRI  
Court Reporter/Transcriber

April 16, 2020  
Date

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